

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

GEORGE HUMPHRYS, on behalf of  
himself and all others similarly situated,

Plaintiff,

v.

TD AMERITRADE HOLDING  
CORPORATION and TD AMERITRADE,  
INC. F/K/A TD WATERHOUSE  
INVESTOR SERVICES, INC.,

Defendants.

Civil Action No. 08-CV-02912

**MOTION OF THE SILVERSTEIN GROUP FOR  
(1) APPOINTMENT AS LEAD PLAINTIFF AND  
(2) APPROVAL OF THEIR SELECTION OF LEAD COUNSEL**

Sheldon Silverstein and Stephen Stock (collectively referred to as the “Silverstein Group”), by its counsel, hereby respectfully moves this Court to: (i) be appointed Lead Plaintiff in the above-captioned securities class actions; and (ii) approve its selection and retention of Levi & Korsinsky as lead counsel.

In support of this Motion, the Silverstein Group submits herewith a Memorandum of Law, the Declaration of Joseph E. Levi with accompanying exhibits, and a Proposed Order.

DATED: May 19, 2008

/s/ Joseph E. Levi

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**LEVI & KORSINSKY, LLP**

Eduard Korsinsky (EK 8989)  
Joseph E. Levi (JL 0848)  
Juan E. Monteverde (JM 8169)  
39 Broadway, Suite 1601  
New York, NY 10006  
Phone: (212) 363-7500  
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*Proposed Lead Counsel for Plaintiff*

**CERTIFICATE OF SERVICE**

Juan E. Monteverde, being duly admitted attorney authorized to appear before the US District Court, Southern District of New York, under penalties of perjury, affirms as follows:

1. I am over eighteen years of age and am not a party to the above referenced matter.

2. On May 19, 2008, I served Notice of Motion, Memorandum in Support, Declaration of Joseph E. Levi in support and [proposed] Order on:

**Richard John Morillo**

Mayer Brown LLP  
1909 K Street, N.W.  
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**ATTORNEYS FOR DEFENDANTS**

**Christopher Adam Seeger**

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(212)-584-0700  
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**ATTORNEYS FOR PLAINTIFF IN THE NEW YORK ACTION**

the address designated by said attorneys for that purpose, by depositing a true copy thereof, in a first class pre-paid envelope properly addressed as indicated above.

Dated: New York, NY  
May 19, 2008

/s/ Juan E. Monteverde

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Juan E. Monteverde

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Defendants.

Civil Action No. 08-CV-02912

**[PROPOSED] ORDER APPOINTING THE SILVERSTEIN GROUP AS LEAD  
PLAINTIFF AND APPROVING ITS SELECTION OF LEAD COUNSEL FOR THE  
CLASS**

Having considered all motions for appointment as lead plaintiff in the above-referenced actions, the Court having read and considered all papers, and good cause appearing,

**IT IS HEREBY ORDERED THAT:**

1. Sheldon Silverstein and Stephen Stock (collectively referred to as the “Silverstein Group”), is hereby appointed the lead plaintiff in the Action for the class pursuant to the Securities Act of 1934 (the “Exchange Act”), 15 U.S.C. § 78u-4(a)(3)(B), as amended by the Private Securities Litigation Reform Act of 1995 (the “PSLRA”).

2. The Silverstein’ Group selection of counsel is approved and Levi & Korsinsky, LLP is hereby approved as lead for the Class.

3. Lead counsel shall have the sole authority and discretion over the following matters on behalf of all plaintiffs in their respective cases: (a) appointment of suitable Local

Counsel, (b) the initiation, response, scheduling, briefing and argument of all motions, (c) the scope, order and conduct of all discovery proceedings, (d) the designation of which attorneys may appear at hearings and conferences with the Court, (e) the timing and substance of any settlement negotiations with defendants, and (f) other matters concerning the prosecution and resolution of the respective cases. No other attorney is authorized to undertake any action on behalf of the class of securities purchasers without the express authorization of lead counsel. Defendants' counsel may rely upon agreements made with lead counsel and such agreements shall be binding on all plaintiffs.

Dated: \_\_\_\_\_, 2008 \_\_\_\_\_

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United States District Judge